

KIDS VOTING FLORIDA, INC.

N43405

c/o Dante B. Fascell
701 Brickell Avenue
Suite 3000
Miami, Florida 33131
Phone: 305-789-7739
Fax: 305-789-7799

January 23, 1998

CERTIFIED RETURN RECEIPT REQUESTED

Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

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*****43.75 *****43.75

Gentlemen:

Enclosed herewith and for filing are:

1. Articles of Dissolution of Kids Voting Florida, (a non-profit corporation)
2. Plan of Distribution of Assets of Kids Voting Florida, Inc.
3. A check in the amount of \$43.75 to cover filing fee and certificate of status.
4. Self addressed stamped envelope for return of certificate of status which is hereby requested.

98 FEB 19 PM 5:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

The Attorney General of Florida is being notified of this filing.

Thank you for your attention to this matter.

Sincerely,

KIDS VOTING FLORIDA, INC.

Dante B. Fascell
Dante B. Fascell, Chairman

DBF/il
Enclosures
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KIDS VOTING FLORIDA, INC.

c/o Dante B. Fascell
701 Brickell Avenue
Suite 3000
Miami, Florida 33131
Phone: 305-789-7739
Fax: 305-789-7799

February 10, 1998

VIA CERTIFIED RETURN RECEIPT REQUESTED

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

ATTN: MS. CAROL MUSTAIN, Corporate Specialist

Re: Kids Voting Florida, Inc.
Ref. No. N43405
Letter No. 998A00005993

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 FEB 11 PM 1:54

APPROVED
AND
FILED

Dear Ms. Mustain:

Enclosed herewith are the following:

1. Copy of your letter to me of February 3rd.
2. Articles of Dissolution of Kids Voting Florida, Inc. containing the information required by the above referenced letter.
3. Plan of Distribution of Assets of Kids Voting Florida, Inc.

I appreciate your courtesy in pointing out the statutory requirements necessary and I hope I have satisfied them.

Please accept this as an original filing and I look forward to receiving the certificate of status.

Thank you for your consideration extended.

Sincerely,

KIDS VOTING FLORIDA, INC.


Dante B. Fascell, Chairman



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 3, 1998

KIDS VOTING FLORIDA, INC.
% DANTE FASCELL
701 BRICKELL AVE., SUITE 3000
MIAMI, FL 33131

SUBJECT: KIDS VOTING (FLORIDA), INC.
Ref. Number: N43405

We have received your document for KIDS VOTING (FLORIDA), INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

If the corporation has no members or members entitled to vote, the dissolution must contain a statement to that effect. It must also contain the date of adoption of the resolution by the board of directors, the number of directors then in office, and the vote for the resolution.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 998A00005993

ARTICLES OF DISSOLUTION
OF
KIDS VOTING(FLORIDA), INC.

The undersigned, being the Chairperson of KIDS VOTING FLORIDA, INC., a Florida non-profit corporation (the "Corporation"), desiring to dissolve the Corporation in accordance with section 617.1403, Florida Statutes, hereby submits the following Articles of Dissolution:

ARTICLE I

The name of the corporation is KIDS VOTING (FLORIDA), INC.

ARTICLE II

The dissolution was authorized by a meeting of the State Board of Directors on April 14, 1997.
(month/date)

ARTICLE III

The number of votes cast for dissolution was sufficient for approval. The number of directors in office was twelve (12) and the vote for the resolution was 12 for and 0 against which constitutes all of the directors holding office and entitled to vote. There are no other members or members entitled to vote.

ARTICLE IV

These Articles of Dissolution shall be effective upon filing with the Secretary of State.

The undersigned Chairperson, for the purpose of dissolving KIDS VOTING(FLORIDA), INC. under the laws of the State of Florida, has executed these Articles of Dissolution this 14 day of April, 1997.
(date) (month)

Dante B. Fascell
Dante Fascell

Dante B. Fascell

Chairperson

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

PLAN OF DISTRIBUTION OF ASSETS

OF

KIDS VOTING(FLORIDA) INC.

This Plan of Distribution is intended to affect the complete, voluntary dissolution of KIDS VOTING(FLORIDA) INC., a Florida non-profit corporation (the "Corporation"), and is being filed in accordance with section 617.1406 Florida Statutes.

Article I

This Plan shall be effective on the date (the "Effective Date") which is adopted by the affirmative vote of the voting members of the Corporation.

Article II

The Corporation and its proper officers shall proceed to complete the following actions as promptly as they deem advisable:

The Corporation shall pay and discharge or make adequate provision for the payment and discharge of all debts, expenses, taxes, and liabilities of the Corporation.

The Corporation will wind up its business and affairs and complete the formal dissolution of the Corporation pursuant to section 617.1403 Florida Statutes.

Article III

Chairman Dante B. Fascell, as heretofore authorized by vote of the Board of Directors, shall implement the provisions of this Plan and take such other actions as he deems appropriate.

Article IV

It is intended that the implementation of this Plan shall be considered completed after payment of all outstanding obligations of the corporation.

Article V

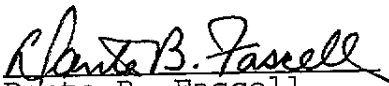
Upon completion of the Plan, the Corporation will have no assets and no cash remaining. All cash and assets will have been used to discharge all debts and liabilities. In the event that some cash remains after completion of the Plan, the remainder will be transferred to the national non-profit organization, Kids Voting U.S.A., Inc. or to the respective county affiliates in Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Article VI

The foregoing constitutes the Plan of Distribution of the Corporation within the meaning of Florida law and was adopted by a majority vote of the Board of Directors on the 14th day of April, 1997.


Dante B. Fascell
Chairperson

MIA4-576675.1

APPROVED
AND
FILED
98 FEB 11 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA